

Timika Shafeek-Horton Deputy General Counsel 550 South Tryon Street Charlotte, NC 28202

Mailing Address: DEC 45A/PO Box 1321 Charlotte, NC 28201 704 382 6373 Direct 980 373 8534 Fax

Email Timika Shafeek-Horton@duke-energy.com

January 31, 2013

The Honorable Jocelyn G. Boyd Chief Clerk/Administrator Public Service Commission of South Carolina 101 Executive Center Drive, Suite 100 Columbia, SC 29210

RE: Application Regarding the Acquisition of Progress Energy, Incorporated by Duke Energy Corporation and Merger of Progress Energy Carolinas, Incorporated and Duke Energy

Carolinas, LLC

Docket No. 2011-158-E

Dear Mrs. Boyd:

In Order No. 2012-517 Approving Joint Dispatch Agreement ("JDA"), the Public Service Commission of South Carolina ("Commission") conditioned its approval of the JDA on, among other things, the commitment of Duke Energy Carolinas, LLC ("DEC") and Progress Energy Carolinas, Inc. ("PEC") to file with the Commission all reports that the North Carolina Utilities Commission required DEC and PEC to file in *Order Approving Merger Subject to Regulatory Conditions and Code of Conduct*, issued June 29, 2012, in Docket Nos. E-2, Sub 998 and E-7, Sub 986. (Order Approving JDA at 43.).

Pursuant to Regulatory Condition 3.11(a) and (b), on a quarterly basis, DEC and PEC must file (a) a list of all active dockets at the Federal Energy Regulatory Commission ("FERC") in which DEC, PEC, Duke Energy Corporation ("Duke Energy"), Duke Energy Business Services, LLC ("DEBS"), or Progress Energy Service Company, LLC ("PESC") is a party-with new information in each quarterly filing tracked; and (b) a list of the periodic reports filed by DEC, PEC, Duke Energy, DEBS or PESC with the FERC.

Attachment A to this letter lists all active FERC dockets as of December 31, 2012, to which DEC, PEC, Duke Energy, and DEBS is a party. Attachment B to this letter lists the periodic reports filed by DEC, PEC, Duke Energy, and DEBS with the FERC during the fourth quarter of 2012. These dockets and reports can be accessed from the FERC eLibrary system at http://elibrary.ferc.gov.

The Honorable Jocelyn G. Boyd Chief Clerk/Administrator Page 2

Please feel free to contact me should there be any questions or issues.

Sincerely,

Timika Shafeek-Horton Deputy General Counsel

he Shofuh-Hufe

TSH:dhs Attachments

cc:

Shannon Bowyer Hudson, ORS

Courtney Edwards, ORS

John Flitter, ORS

Attachment A

Docket No(s).	Affiliate with Party Status (Duke Energy,	Description of Proceeding	Quarter Reported Pursuant to Reg. Condition 3.11
EC11-60	Duke Energy, Progress Energy,	Application of Duke Energy, Progress Energy, and their public utility subsidiaries for disposition of facilities under section 203 of the Federal Power	<mark>Q4</mark> 2012
	DEC, DEBS, PEC and PESC	Act: FMPA, New Bern/Rocky Mount and Orangeburg requested rehearing on 7/9/12; Duke Energy and Progress Energy filed a Notice of Consummation of Merger on 7/11/12; and FERC order granted the requests for rehearing for further consideration on 8/8/12. No activity in fourth quarter 2012 other than Independent Monitor Reports filed.	
ER12-1342	Duke Energy, DEC, DEBS	Power sales agreement related to revised mitigation filing in Docket No. ECI 1-60: DEC filed a compliance filing on 7/2/12; Orangeburg requested rehearing	Q4 2012
		consideration on 8/8/12. No activity in fourth quarter 2012.	
ER12-1338, ER12-1347, ER12-3306	DEC, PEC	Joint Dispatch Agreement (JDA) between DEC and PEC and PEC Certificate of Concurrence with JDA: Orangeburg requested rehearing on 7/9/12; DEC / PEC filed compliance filings on 7/11/12; and FERC order granted the requests for rehearing for further consideration on 8/8/12. No activity in fourth quarter 2012.	Q4 2012
ER12-1343, ER12-1345, ER12-1346, ER11-3307	DEC, PEC	Joint Open Access Transmission Tariff (OATT) and PEC Certificate of Concurrence with Joint OATT: Orangeburg requested rehearing on 7/9/12; DEC / PEC filed compliance filings on 7/11/12; FMPA intervened on 8/1/12; FERC order granted the request for rehearing for further consideration on 8/8/12. No activity in fourth quarter 2012.	Q4 2012

Attachment A

Q4 2012	Solar Energy Industries Association petition to FERC to institute a rulemaking proceeding to update small generator interconnection rules and procedures for solar electric generation: Duke Energy submitted comments on 3/27/12; various parties intervened and commented during second and third quarters 2012; CA PUC submitted additional comments in fourth quarter 2012.	Duke Energy	RM12-10
Q4 2012	Notice of Proposed Rulemaking to approve NERC Reliability Standard FAC-003-2, Transmission Vegetation Management: Duke Energy submitted comments on 12/21/12.	Duke Energy	RM12-4
Q4 2012	Master Power Purchase Agreement with Morgan Stanley Capital Group Inc., Rate Schedule No. 194, related to revised market mitigation filing in Docket No. EC11-60: PEC filed compliance filing on 7/2/12; Orangeburg requested rehearing on 7/9/12; and FERC order granted the request for rehearing for further consideration on 8/8/12; no activity in fourth quarter 2012.	PEC	ER12-1341
Q4 2012	Master Power Purchase Agreement with Cargill Power Markets, LLC, Rate Schedule No. 193, related to revised market mitigation filing in Docket No. EC11-60: PEC filed compliance filing on 7/2/12; Orangeburg requested rehearing on 7/9/12; and FERC order granted the request for rehearing for further consideration on 8/8/12. No activity in fourth quarter 2012.	PEC	ER12-1340
Q4 2012	Master Power Purchase Agreement with EDF Trading, LLC, Rate Schedule No. 192, related to revised market mitigation filing in Docket No. EC11-60: PEC filed compliance filing on 7/2/12; Orangeburg requested rehearing on 7/9/12; and FERC order granted the request for rehearing for further consideration on 8/8/12. No activity in fourth quarter 2012.	PEC	ER12-1339
Quarter Reported Pursuant to Reg. Condition 3.11	Description of Proceeding	Affiliate with Party Status (Duke Energy, DEC, DEBS)	Docket No(s).

Attachment A

Docket No(s).	Affiliate with Party Status (Duke Energy, DEC, DEBS)	Description of Proceeding	Quarter Reported Pursuant to Reg. Condition 3.11
RM12-22	Duke Energy	Notice of Proposed Rulemaking (NOPR) that directs NERC to submit for approval Reliability Standards addressing the impact of geomagnetic disturbances (GMD) on the reliable operation of the Bulk-Power System: NOPR was issued on 10/18/12; Duke Energy submitted comments on 12/21/12.	Q4 2012
AC12-107	Duke Energy	Lost Records Filing: Duke Energy notified FERC about lost records on 6/5/12 and submitted an Amended Certificate Statement on 9/11/12; FERC Letter Order accepted filings on 10/1/12. (Closed 10/1/12)	Q4 2012
AD08-7	Progress Energy	Notice of Inquiry (NOI) re methodology for the assessment of electric utility annual charges: FERC issued NOI on 4/21/08; Southern Companies and Progress Energy filed comments on 5/28/08; no activity since third quarter 2008.	Q4 2012
AD12-9, AD11-11	Duke Energy	Proposed policy statement on allocation of capacity for new merchant transmission projects and new non-incumbent, cost-based, participant-funded transmission projects on 7/19/12: Duke Energy filed comments on 9/24/12; no activity in fourth quarter 2012.	Q4 2012
EL12-50	Duke Energy, DEC, DEBS	Complaint of FirstEnergy Companies against PJM Interconnection, L.L.C. alleging that provisions of PJM's Open Access Transmission Tariff (OATT) and Operating Agreement related to Auction Revenue Rights allocation process are unjust and unreasonable, filed on 3/26/12: Duke Energy intervened on 4/13/12; FERC order on 7/11/12 granted complaint and required PJM to submit a compliance filing within 60 days; no activity in fourth quarter 2012.	Q4 2012
EL12-54	Duke Energy, DEC, DEBS	Complaint of Viridity Energy, Inc. against PJM Interconnection, L.L.C. requesting limited and discrete modification to PJM's Open Access Transmission Tariff, filed on 3/29/12: Duke intervened on 4/4/12; Viridity amended complaint on 5/2/12; PJM answered amended complaint on 5/17/12; no activity in fourth quarter 2012.	Q4 2012

Attachment A

Docket No(s).	Affiliate with Party Status (Duke Energy, DEC, DEBS)	Description of Proceeding	Quarter Reported Pursuant to Reg. Condition 3.11
EL12-63	Duke Energy, DEC, DEBS	Complaint of Independent Market Monitor (IMM) for PJM (Monitoring Analytics, LLC) against an unnamed participant (Respondent) requesting FERC direct Respondent to submit a Sell Offer in the Base Residual Auction opening 5/7/12 for the 2015/2016 Delivery Year: IMM complaint was filed on 5/1/12; comments and motions by various parties were submitted in second quarter 2012; no activity in fourth quarter 2012.	Q4 2012
EL12-66	Duke Energy, DEC, DEBS	Joint Complaint of Exelon Corp. and PSEG Companies requesting Fast Track Processing, providing supporting comments, and requesting consolidation of this docket with EL12-63, filed on 5/8/12: comments and motions were filed by various parties in second quarter 2012; no activity in fourth quarter 2012.	Q4 2012
EL12-69	Duke Energy, DEC, DEBS	Complaint of Primary Power, LLC requesting Fast Track Processing and Emergency, Interim Relief, filed on 5/14/12: Duke Energy intervened on 5/21/12; FERC order denied complaint on 7/19/12; Primary Power requested rehearing on 8/20/12; FERC order granted request for rehearing for further consideration on 9/17/12; motions were submitted by various parties but otherwise no activity in fourth quarter 2012.	<mark>Q4</mark> 2012
EL13-12	Duke Energy, DEC, PEC	Complaint of Dominion Resources Services, Inc. requesting Fast Track Processing for PJM's failure to properly allocate certain charges for Day-Ahead Operating Reserves, an unintended consequence of moving dispatch of certain generation units (to solve local reliability issues) from "Balancing Market" to "Day-Ahead Market" to reduce overall cost of operating reserves: Duke Energy intervened on behalf of DEC and PEC on 11/7/12.	Q4 2012
ER05-1236	DEC	DEC Open Access Transmission Tariff - Independent Entity Independent Market Monitor Reports submitted quarterly by Potomac Economics, Ltd.: 10/30/12 report was submitted.	Q4 2012

Attachment A

Q4 2012	DEC revisions to OATT Schedule 10-B, Formula Rate: DEC submitted filing on 6/29/12; NCEMC intervened; FERC order accepted filing on 8/30/12 but required a compliance filing; DEC submitted compliance filing on 8/30/12; FERC Letter Order accepted filings on 10/19/12. (Closed 10/19/12)	DEC	ER12-2161
	required a compliance filing; NYISO submitted compliance filing on 10/22/12; FERC Letter Order accepted compliance filing on 12/12/12; PJM and NYISO submitted on 12/24/12 a joint petition for a limited waiver of sections 7 and 10 of Joint Operating Agreement Schedule D to permit the RTOs to temporarily suspend market-to-market coordination and settlement under 2 scenarios.		
Q4 2012	New York Independent System Operator, Inc. (NYISO) revision of its Operating Agreement with PJM Interconnection, L.L.C. to implement a Market-to-Market Coordination Process: Duke intervened on 5/3/12; FERC order conditionally accepted NYISO filing on 9/20/12 and	Duke Energy, DEC, DEBS	ER12-718
Q4 2012	Formula Rate Annual Update - Recalculation of Annual Transmission Revenue Requirement, an informational filing: on 6/29/12 DEC submitted corrections to its 5/15/12 Informational filing. No activity in fourth quarter 2012.	DEC	ER11-3585
Q4 2012	Change in status filing under Market-Based Rate Tariffs to affirm that Duke Energy / Progress Energy merger did not affect MBR authority: Duke Energy made filing on 8/1/12 on behalf of all subsidiaries with MBR authority; FERC Letter Order on 10/18/12 accepted filing. (Closed 10/18/12)	Duke Energy, PEC, DEC	ER10-1760 (PEC), ER10-2566 (DEC)
Q4 2012	Annual update to formula rate (2012), an informational filing on 5/5/12: PEC notified FERC on 12/4/12 that annual update procedures with customers have concluded. (Closed 12/4/12)	PEC	ER09-1165
Quarter Reported Pursuant to Reg. Condition 3.11	Description of Proceeding	Affiliate with Party Status (Duke Energy, DEC, DEBS)	Docket No(s).

Attachment A

ED12 25	DEC	Amendment of Power Supply and Coordination Agreement with NCEMC, Rate	04 2012
ER13-25	PEC	Schedule No. 182, to add provisions for Economic Development Generation: PEC submitted filing on 10/4/12; NCEMC intervened on 10/25/12; FERC Letter Order accepted filing on 11/9/12. (Closed 11/9/12)	Q4 2012
ER13-42 (PEC) and ER13-44 (DEC)	PEC	Amendment of Joint OATT Attachment H, "Annual Transmission Revenue Requirement for Network Integration Transmission Service," and Schedule 10, "Network Integration Transmission Service – CP&L Zone," to incorporate changes to the formula rate to reflect settlements from the Annual Update process: PEC and DEC submitted filings on 10/8/12; NCEMC intervened on 10/30/12; FERC Letter Order accepted filing on 11/27/12. (Closed 11/27/12)	Q4 2012
ER13-83	DEC, PEC	Amendment of Joint OATT Attachment N-1, "Transmission Planning Process (CP&L Zone and DEC Zone)," in compliance with FERC Order No. 1000: DEC submitted filing for both companies on 10/11/12; various parties subsequently intervened in fourth quarter 2012.	Q4 2012
ER13-90	Duke Energy, DEC, PEC	PJM Transmission Owners' revisions to PJM OATT, Schedule 12, re allocation of costs of transmission system expansions and enhancements: Duke Energy intervened on behalf of DEC and PEC on 10/16/12; NCUC intervened on 12/5/12.	Q4 2012
ER13-149	Duke Energy, DEC, PEC	PJM Interconnection, L.L.C. revisions to PJM OATT and Operating Agreement to incorporate clear, task-oriented deadlines addressing the PJM capacity market, energy markets and Black Start resources: Duke Energy intervened on behalf of DEC and PEC on 10/18/12; FERC Letter Order accepted PJM filing on 11/28/12. (Closed 11/28/12)	Q4 2012

Attachment A

Docket No(s).	Affiliate with Party Status (Duke Energy, DEC DERS)	Description of Proceeding	Quarter Reported Pursuant to Reg. Condition 3.11
ER13-151	DEC	Revised depreciation accrual rates for use in DEC's formula rates for wholesale power sales and transmission service in 18 power sales agreements with various counterparties: DEC submitted filing on 10/17/12; FERC Letter Order accepted filing on 11/15/12. (Closed 11/15/12)	Q4 2012
ER13-155	DEC	Notice of Cancellation of two agreements with NC Municipal Power Agency No. 1 (Rate Schedule Nos. 322 and 325), which expired by their own terms: DEC submitted the initial filing on 10/18/12 and then in a subsequent filing on 11/14/12 clarified the effective date.	Q4 2012
ER13-156	DEC	Amendment of Confirmation with NC Municipal Power Agency Number 1 to protect NCMPA1 from impacts of Duke Energy merger with Progress Energy (part of EEI Master Power and Purchase Sale Agreement, Rate Schedule No. 318): DEC submitted filing on 10/18/12; FERC Letter Order accepted filing on 11/28/12. (Closed 11/28/12)	Q4 2012
ER13-198	Duke Energy	PJM Interconnection, L.L.C. filing in compliance with Order No. 1000: Duke Energy submitted comments on 12/10/12.	Q4 2012
ER13-266	DEC	Amendment of Confirmation with NC Municipal Power Agency Number 1 to provide Instantaneous Energy Service on a non-firm basis in response to dynamic signals submitted by NCEMPA to DEC (part of EEI Master Power and Purchase Sale Agreement, Rate Schedule No. 318): DEC submitted filing on 11/1/12; FERC order accepted filing on 12/3/12. (Closed 12/3/12)	Q4 2012
ER13-305	Duke Energy, DEC, PEC		Q4 2012
ER13-347	Duke Energy	PJM Interconnection, L.L.C. revisions to PJM OATT and Operating Agreement re Residual Zonal P: Duke Energy intervened 11/26/12.	Q4 2012

Attachment A

ER13-488	ER13-484	ER13-481	ER13-462	ER13-397	Docket No(s).
Duke Energy, DEC, PEC	Duke Energy	Duke Energy	DEC	Duke Energy	Affiliate with Party Status (Duke Energy, DEC, DEBS)
PJM Interconnection, L.L.C. revision by EP Rock Springs, LLC of a new attachment to PJM OATT, Attachment H-23, formula rate to recover certain costs associated with limited transmission facilities EPRS owns, filed on 11/30/12: Duke Energy intervened on behalf of DEC and PEC.	PJM Interconnection, L.L.C. revisions to PJM OATT to modernize the pro forma insurance language in Attachment O (Form of Interconnection Service Agreement), Attachment P (Form of Interconnection Construction Service Agreement) and Attachment GG (Form of Upgrade Construction Service Agreement), filed on 11/30/12: Duke Energy intervened on behalf of DEC and PEC on 12/4/12.	PJM Interconnection, L.L.C. revisions to PJM OATT and Operating Agreement to change the allocation methodology for Operating Reserve make-whole payments in PJM's Day-ahead Energy Market, filed on 11/30/12: Duke Energy intervened on behalf of DEC and PEC on 12/4/12; PJM answered comments on 12/21/12.	Amendment of Joint OATT Attachment C, "Methodology to Assess Available Transfer Capability (DEC Zone)," to remove the specific timeframe for Available Flowgate Capability calculation horizons: DEC submitted filing on 11/27/12.	PJM Interconnection, L.L.C. revisions to PJM OATT Schedule 12 to incorporate cost responsibility assignments for one baseline upgrade in the recent update to the Regional Transmission Expansion Plan (RTEP), filed on 11/16/12: Duke Energy intervened 11/28/12.	Description of Proceeding
Q4 2012	Q4 2012	Q4 2012	Q4 2012	Q4 2012	Quarter Reported Pursuant to Reg. Condition 3.11

Attachment A

Docket No(s).	Affiliate with Party Status (Duke Energy, DEC, DEBS)	Description of Proceeding	Quarter Reported Pursuant to Reg. Condition 3.11
ER13-507	DEC	Amendment of Power Purchase Agreement with Central Electric Power Cooperative, Inc., Rate Schedule No. 336, to protect Central from impacts of merger with Progress Energy and to reflect changes in the way the 2 companies do business: DEC submitted filing on 12/4/12; FERC order accepted filing on 12/28/12. (Closed 12/28/12)	Q4 2012
ER13-508	PEC	Certificate of Concurrence with Interconnection Service Agreement No. 3453 filed by Dominion NC Power on 11/30/12 in FERC Docket No. ER13-477, Rate Schedule No. 196, which replaces the Interchange Agreement between PEC and Dominion (Rate Schedule No. 96): PEC submitted filing 12/4/12.	Q4 2012
ER13-509	PEC	Cancellation of Interchange Agreement with Dominion NC Power (Rate Schedule No. 96), which is being replaced by an Interconnection Service Agreement (Rate Schedule No. 196): PEC submitted filing on 12/4/12.	Q4 2012
ER13-529	Duke Energy	PJM Interconnection, L.L.C revisions to PJM OATT Attachment DD to modify the default Avoidable Cost Rates available for use in PJM's Reliability Pricing Model auctions: Duke Energy intervened on behalf of DEC and PEC on 12/14/12.	Q4 2012
ER13-535	Duke Energy	PJM Interconnection, L.L.C. revisions to PJM OATT to implement stakeholder-driven revisions to the minimum offer price rule under PJM's Reliability Pricing Model, filed on 12/7/12: Duke Energy intervened 12/28/12.	Q4 2012
ER13-576	DEC	Amendment of Joint OATT Attachment K, "The Independent Entity," Phase One filing that terminates responsibility of Midwest Independent Transmission System Operator to perform certain OATT-related functions on DEC transmission system: DEC submitted filing on 12/18/12.	Q4 2012

Attachment A

Docket No(s).	Affiliate with Party Status (Duke Energy, DEC, DEBS)	Description of Proceeding	Quarter Reported Pursuant to Reg. Condition 3.11
ER13-582	DEC	Amendment of Joint OATT Attachment K, "The Independent Entity," Phase Two filing that terminates responsibility of Midwest Independent Transmission System Operator to perform the remaining OATT-related functions on DEC transmission system: DEC submitted filing on 12/19/12.	Q4 2012
FA11-6	Progress Energy	Audit of Progress Energy, Inc. compliance with cross-subsidization restrictions on affiliate transactions; accounting, recordkeeping and reporting requirements; Uniform System of Accounts; preservation of records for holding companies and service companies; and Form No. 60: FERC initiated audit 11/23/10; Progress submitted responses to data requests; FERC letter order approved audit findings and recommendations on 9/20/12, requiring compliance filings; Progress submitted its Implementation Plan on 10/22/12.	Q4 2012
NP13-20	DEC	Notice of Penalty for violation of Reliability Standards PRC-001-1 R1 and R4 and PRC-005-1 R1: North American Electric Reliability Corp. (NERC) submitted filing on 12/31/12, stating that DEC and SERC entered into a Settlement Agreement to resolve all outstanding issues.	Q4 2012
P-432	PEC	Walters Hydroelectric Project.	Q4 2012
P-2206	PEC	Yadkin-Pee Dee Hydroelectric Project – Relicensing: operating under annual licenses since expiration of prior license in 2008.	Q4 2012
P-2211	Duke Energy	Markland Hydroelectric Project.	Q4 2012
P-2232	DEC	Catawba-Wateree Hydroelectric Project – Relicensing: operating under annual licenses since expiration of prior license in 2008.	Q4 2012
P-2331	DEC	Ninety-Nine Islands Hydroelectric Project.	Q4 2012
P-2332	DEC	Gaston Shoals Hydroelectric Project.	Q4 2012
P-2380	PEC	Marshall Hydroelectric Project.	Q4 2012

Attachment A

Docket No(s).	Affiliate with Party Status (Duke Energy, DEC, DEBS)	Description of Proceeding	Quarter Reported Pursuant to Reg. Condition 3.11
P-2503	DEC	Keowee-Toxaway Hydroelectric Project – Relicensing: current license expires in 2016; notice of intent was filed, and pre-application work is underway.	Q4 2012
P-2601	DEC	Bryson Hydroelectric Project.	Q4 2012
P-2603	DEC	Franklin Hydroelectric Project.	Q4 2012
P-2619	DEC	Mission Hydroelectric Project.	Q4 2012
P-2686	DEC	West Fork Hydroelectric Project.	Q4 2012
P-2692	DEC	Nantahala Hydroelectric Project.	Q4 2012
P-2694	DEC	Queens Creek Hydroelectric Project.	Q4 2012
P-2698	DEC	East Fork Hydroelectric Project.	Q4 2012
P-2740	DEC	Bad Creek Hydroelectric Project.	Q4 2012

Attachment B

Periodic Reports Filed with FERC—Fourth Quarter 2012

Form 580, Interrogatory on Fuel and Energy Purchase Practices	DEC, PEC	IN79-6
	PEC	
Quarterly Generation Site Acquisition Report, per Order No. 697-C	Duke Energy, DEC,	LA12-3
FERC Form 3-Q - Quarterly Financial Report of Major Electric Utilities, Licensees and Others	DEC, PEC	N/A
Description of Report	Filing Entity (Duke Energy, DEC, DEBS)	Docket No(s).